

Exhibit B

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
CORPUS CHRISTI DIVISION**

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|-------------------------------------|---|------------------------|
| IN RE: | § | CASE NO. 10-20041 |
| | § | |
| AMIDEE CAPITAL GROUP, INC., ET AL., | § | CHAPTER 11 |
| | § | |
| DEBTORS. | § | (Jointly Administered) |

**NOTICE OF HEARING, AUCTION, AND BIDDING PROCEDURES FOR SALE
OF SUBSTANTIALLY ALL OF THE ASSETS OF THE DEBTOR**

On _____, the debtors in the above-captioned cases (the “Debtors”)¹ filed a *Motion for Order: (i) Authorizing the Sale of Substantially All of the Debtors’ Assets, Free and Clear of Liens, Claims, Interests, and Encumbrances, Subject to Higher or Better Offers, Pursuant to Bankruptcy Code Sections 363 and 365; (ii) Approving the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with Such Sale and Determining and Adjudicating Cure Amounts With Respect to Such Contracts and Leases; (iii) waiving the Fourteen-Day Stay Period Provided by Bankruptcy Rule 6004(h); and (iv) Granting Related Relief* (the “Sale Motion”). Pursuant to the Sale Motion, the Debtors have requested, among other things, authorization to sell substantially all of their assets (the “Assets”) free and clear of liens, claims, interests and encumbrances, subject to higher or better offers.

On _____, the Debtors also filed a *Motion for an Order: (i) Approving Auction and Bidding Procedures and an Auction Date; (ii) Scheduling Date and Time for Sale Hearing; (iii) Approving the Form and Manner of Service of Notice of the Sale Hearing and Auction; (iv) Approving the Form and Manner of Service of Notice of the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; and (v) Granting Related Relief* (the “Sale Procedure Motion”). Pursuant to the Sale Procedure Motion, the Debtors requested, among other things, the establishment of auction and bidding procedures to govern the sale of the Assets.

On _____, the Bankruptcy Court for the Southern District of Texas (the “Bankruptcy Court”) entered an order (the “Sale Procedure Order”) granting the Sale Procedure Motion and approving certain bidding and auction procedures (the “Bidding Procedures”) pursuant to which the Debtors will solicit bids and seek authority to sell (the “Sale”) the Assets. Capitalized terms not defined herein shall have the same meaning as set forth in the Sale Procedures Motion.

NOTICE IS HEREBY GIVEN that copies of the Sale Motion, the Sale Procedure Motion, and the Sale Procedure Order are on file with the Clerk of the Bankruptcy Court and may be obtained by contacting Sara Mya Keith (skeith@oakllp.com) at 1113 Vine St., Suite 201, Houston, Texas, 77002.

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Bid Procedure Order.

NOTICE IS FURTHER HEREBY GIVEN that the Auction contemplated by the Bidding Procedures is scheduled for September ____ at ____.

NOTICE IS FURTHER HEREBY GIVEN that the Bidding Procedures, including instructions for submission of Qualified Bids, governing participation in the Auction and can be obtained from Sara Mya Keith (skeith@oakllp.com) at 1113 Vine St., Suite 201, Houston, Texas, 77002.

NOTICE IS FURTHER HEREBY GIVEN that the hearing (the “Sale Hearing”) to consider approval of the Sale Motion and the Sale of the Assets to the bidder submitting the highest and best offer at the Auction shall be held on September ____ at _____. Objections to the Sale Motion shall be in writing, shall conform to the Bankruptcy Rules, the Local Rules, and the orders of this Bankruptcy Court, and shall set forth: (i) the nature of the objector’s claims against or interests in the Debtors’ estates; (ii) the basis for the objection; (iii) the specific grounds therefore; and (iv) all evidence in support of said objection. Objections shall be filed and served so as to be received on or before ____ by (i) counsel for the Debtors; (ii) the United States Trustee; (iii) counsel for Sterling and Loan Star; and (iv) all parties requesting service of notice and other motions and pleadings in these chapter 11 proceedings. Any person that does not comply with this paragraph shall not be heard at the Sale Hearing.

NOTICE IS FURTHER HEREBY GIVEN that any inquiries regarding information contained in this Notice should be directed to Sara Mya Keith (skeith@oakllp.com) at 1113 Vine St., Suite 201, Houston, Texas, 77002.

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